

DURABLE POWER OF ATTORNEY

JUN 1 1 36 PM '98

STATE OF MISSISSIPPI

COUNTY OF DESOTO

BK 27 PG 675  
W.E. DAVIS CH. CLK.

KNOW ALL MEN BY THESE PRESENTS:

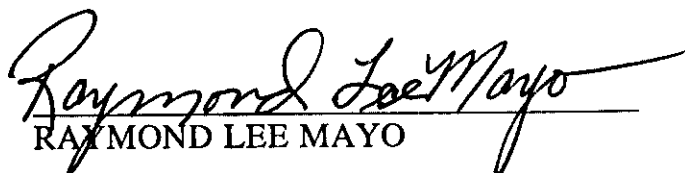
I, RAYMOND LEE MAYO, of 10124 Fox Run Drive, Olive Branch, DeSoto County, Mississippi 38654, being over the age of twenty-one (21) years and of sound mind, and being desirous of granting full power and authority to act by and on behalf of me to my daughter, SHEILA RHEA MAYO SHERMAN, of 10453 Carrington Drive, Olive Branch, DeSoto County, Mississippi 38654, do hereby make, constitute, and appoint my daughter, SHEILA RHEA MAYO SHERMAN, as my true and lawful agent and attorney in fact, and do hereby confer upon her full power and authority to do and perform for me, and in my name, place, and stead, any and all acts and things requisite and necessary to be done in and about the premises, which I might or could do if personally present and acting.

The power and authority hereby conferred upon my said agent and attorney in fact is without limitation, and I do hereby ratify and confirm all that she may do or cause to be done by virtue of this instrument.

This general Power of Attorney shall continue in force until revoked in writing.

This Power of Attorney shall not be affected by subsequent disability or incapacity of the principal, or lapse of time.

WITNESS MY SIGNATURE, this 30th day of May,  
1998.

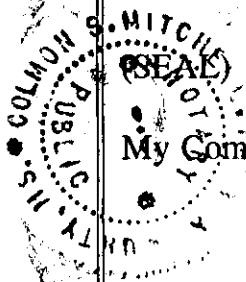
  
RAYMOND LEE MAYO

STATE OF MISSISSIPPI

COUNTY OF Panola

Personally appeared before me, the undersigned authority in and for the said County and State, on this 30th day of May, 1998, within my jurisdiction, the within named RAYMOND LEE MAYO, who acknowledged that he executed the above and foregoing instrument.

Colman S. Mitchell  
NOTARY PUBLIC



My Commission Expires: My Commission Expires July 26, 1999

SMITH, PHILLIPS,  
MITCHELL, SCOTT  
& RUTHERFORD

ATTORNEYS AT LAW  
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P.O. DRAWER 193  
BATESVILLE, MS 38606  
TELEPHONE (601) 563-4613